

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

CITIBANK, N.A.,

Plaintiff,

v.

BARDIN HILL LOAN MANAGEMENT LLC,
INVESTCORP CREDIT MANAGEMENT US
LLC, GREYWOLF LOAN MANAGEMENT LP,
ZAIS GROUP LLC, ALLSTATE INVESTMENT
MANAGEMENT COMPANY, MEDALIST
PARTNERS CORPORATE FINANCE LLC,
TALL TREE INVESTMENT MANAGEMENT
LLC, NEW GENERATION ADVISORS LLC,
AND HIGHLAND CAPITAL MANAGEMENT
FUND ADVISORS LP,

Defendants.

No. 1:20-cv-6713

~~[PROPOSED]~~ ORDER TO SHOW CAUSE FOR TEMPORARY RESTRAINING
ORDER AND PRELIMINARY INJUNCTION AGAINST DEFENDANTS

WHEREAS, the Court having considered Plaintiff Citibank, N.A.’s (“Citibank”) Memorandum of Law Support in Support of Citibank’s Application for a Temporary Restraining Order and Preliminary Injunction (the “Application”) against Defendants, together with the supporting Declarations of Mitali Sohoni, Brendan Zeigon, and John F. Baughman (the “Declarations”), as well as the record and proceedings to date in the action captioned above.

IT IS HEREBY ORDERED that Citibank’s Application is **GRANTED** in its entirety. It is hereby further **ORDERED** that:

1. Defendants must appear before The Honorable Jesse M. Furman,
District Judge, United States District Court for the Southern District of New York, on ~~August~~ September 30,
2020, at 9:30 a.m./~~p.m.~~, in the United States Courthouse, ~~500 Pearl Street~~/40 Foley Square, New

York, New York 10013, and show cause (the “Show Cause Hearing”) as to why the Court should not enter an Order, pursuant to FED. R. CIV. P. 65(a), that:

- a. preliminarily requires each of the Defendants to remit to Citibank any funds received from Citibank on August 11, 2020, in connection with the Revlon 2016 Term Loan for which Citibank is the administrative agent, pending a final determination on the merits in this action; and
- b. preliminarily enjoins each of the Defendants, their officers, agents, employees, successors, and all those in active concert or participation with them from removing, withdrawing, transferring, assigning, or otherwise disposing of any funds received from Citibank on August 11, 2020, in connection with the Revlon 2016 Term Loan for which Citibank is the administrative agent, pending a final determination on the merits in this action; and

2. Sufficient reason having been shown therefor, from the date of this Order, through and including the date of the Show Cause Hearing, Defendants, their agents, servants, employees, officers and all persons and entities in active concert and participation with them, are hereby temporarily restrained, pursuant to FED. R. CIV. P. 65(b), from engaging in any of the acts and/or conduct described in Paragraph 1(b) of this Order.

3. Pursuant to this Court’s equitable powers and discretion, Citibank need not post a bond.

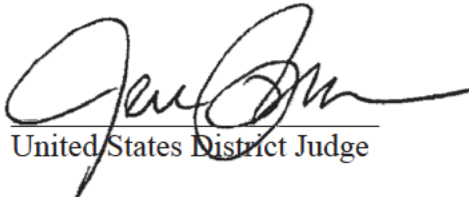
4. Citibank and/or its authorized representative(s) must serve a copy of this Order, together with Citibank’s Memorandum of Law, and the Declarations in Support of Citibank’s Application, on each Defendant via personal service, email, and/or First Class Mail on or before August 21, 2020 at 11:59 ~~a.m.~~/p.m. The foregoing shall constitute proper service and notice of this Order. Citibank shall use the following addresses to effect service:

- ~~Allstate Investment Management Company, c/o CT Corporation System, 818 West Seventh Street, Suite 930, Los Angeles CA 90017;~~
- ~~Bardon Hill Loan Management LLC, c/o Maples Fiduciary Services (Delaware) Inc., 4001 Kennett Pike, Suite 302, Wilmington, DE 19807;~~

- ~~Greywolf Loan Management, c/o Cogency Global Inc., 850 New Burton Road, Suite 201, Dover, DE 19904;~~
- Highland Capital Management Fund Advisors LP, c/o The Corporation Trust Company, Corporation Trust Center, 1209 Orange Street, Wilmington, DE 19801;
- ~~Investcorp Credit Management US LLC, c/o Corporation Service Company, 251 Little Falls Drive, Wilmington, New Castle, DE, 19808;~~
- Medalist Partners Corporate Finance LLC, c/o The Corporation Trust Company, Corporation Trust Center, 1209 Orange Street, Wilmington, DE 19801;
- ~~New Generation Advisors LLC, c/o George Putnam III, 13 Elm Street Suite 2, Manchester, Massachusetts 01944;~~
- ~~Tall Tree Investment Management LLC, c/o The Corporation Trust Company, Corporation Trust Center, 1209 Orange Street, Wilmington, DE 19801;~~
- ~~ZAIS Group LLC, c/o Corporation Service Company, 251 Little Falls Drive, Wilmington, DE 19808.~~

5. This Court shall retain jurisdiction to hear and determine all matters arising out of, relating to, and/or otherwise concerning the interpretation and/or enforcement of this Order.

SO ORDERED this 21 day of August, 2020


United States District Judge

As discussed on the record during the proceeding in 20-CV-6713 held this afternoon, this Order is extended through the date of trial, currently scheduled for September 30, 2020, on consent as to Bardin Hill Loan Management LLC, Investcorp Credit Management US LLC, Greywolf Loan Management LP, ZAIS Group LLC, Allstate Investment Management Company, Tall Tree Investment Management LLC, and New Generation Advisors LLC, and on a finding of good cause for the reasons stated on the record. Further, the parties shall submit an agreed upon proposed scheduling order -- or competing orders and letter briefs addressing any disagreements -- by August 24, 2020.